

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
(Richmond Division)**

In re:	)	
	)	Chapter 11
CIRCUIT CITY STORES, INC., <i>et al.</i>	)	Case Nos. 08-35653-KRH
	)	Jointly Administered
Debtors.	)	
_____	)	

**CONSENT ORDER AUTHORIZING AND  
DIRECTING FILING EXHIBITS UNDER SEAL**

Upon the Motion for Filing Exhibits Under Seal [clerk's paper no. 1072] (the "Motion")<sup>1</sup> filed by Alliance Entertainment, LLC ("Alliance") and Source Interlink Media, LLC ("SIM"); and the parties having consented to the relief requested in the Motion, on the terms and conditions set forth in this Order; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; it is hereby,

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED on the terms and conditions set forth in this Order.
2. Except as set forth herein, the Debtor and its agents shall hold and maintain in confidence the Exhibits and the contents thereof filed by Alliance and SIM with their 503(b)(9) Claim Requests.

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<sup>1</sup> Capitalized terms used herein shall have the meanings ascribed to such terms in the Motion.

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Counsel to Alliance Entertainment, LLC  
and Source Interlink Media, LLC

3. Notwithstanding the foregoing, the Debtor may provide copies of the Exhibits to the Debtor and its professionals, to professionals engaged by the Official Committee of Unsecured Creditors, and to the Office of the United States Trustee for the Eastern District of Virginia.
4. Any party desiring to file the Exhibits is authorized and directed to file them under seal with the Court.
5. This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: Richmond, Virginia

January \_\_, 2009  
Jan 23 2009

/s/ Kevin Huennekens  
UNITED STATES BANKRUPTCY JUDGE

I ASK FOR THIS:

Entered on Docket: 1/23/09

/s/ Bradford F. Englander  
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Counsel for Alliance Entertainment, LLC  
and Source Interlink Media, LLC

SEEN AND AGREED:

/s/ Douglas M. Foley  
Dion W. Hayes (VSB No. 34304)  
Douglas M. Foley (VSB No. 34364)

MCGUIREWOODS LLP

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Counsel for Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

I hereby certify that foregoing proposed consent order was endorsed by and/or served upon all necessary parties pursuant to local rule 9022-1(C).

/s/ Bradford F. Englander  
Bradford F. Englander

L&B 1111775v2/11526.0001

# CERTIFICATE OF NOTICE

District/off: 0422-7  
Case: 08-35653

User: jafarbayj  
Form ID: pdforder

Page 1 of 1  
Total Served: 1

Date Rcvd: Jan 23, 2009

The following entities were served by first class mail on Jan 25, 2009.

+Circuit City Claims Processing, % Kurtzman Carson Consultants LLC, 2335 Alaska Ave.,  
El Segundo, CA 90245-4808

The following entities were served by electronic transmission.  
NONE.

TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE.

TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 25, 2009

Signature:

